

(k) If, following a merger involving one or more domestic limited partnerships, the successor limited partnership is not a domestic limited partnership, there shall be included in the articles of merger filed pursuant to subsection (d)(1) of this section for each domestic limited partnership a statement that the successor limited partnership agrees that it may be served with process in the State of Maryland in any action, suit, or proceeding for the enforcement of any obligation of the domestic limited partnership that arose before the merger, irrevocably appointing the Department as its agent to accept service of process in any such action, suit, or proceeding and specifying the address to which a copy of the process shall be mailed to it by the Department.

Article – Commercial Law

8-102.

(1) In this title unless the context otherwise requires:

(b) An “uncertificated security” is a share, participation, or other interest in property or an enterprise of the issuer or an obligation of the issuer which is:

(i) Not represented by an instrument and the transfer of which is registered on books maintained for that purpose by or on behalf of the issuer;

(ii) Of a type commonly dealt in on securities exchanges or markets;

(iii) Either 1 of a class or series or by its terms divisible into a class or series of shares, participations, interest or obligations; [and]

(iv) Not a general or limited partnership interest in a general or limited partnership; AND

(V) NOT AN INTEREST IN A LIMITED LIABILITY COMPANY.

(c) A “security” is either a certificated or an uncertificated security. If a security is certificated, the terms “security” and “certificated security” may mean either the intangible interest, the instrument representing that interest, or both, as the context requires. A writing that is a certificated security is governed by this title and not by Title 3, even though it also meets the requirements of that title. This title does not apply to money. This title does apply to general and limited partnership interests AND INTERESTS IN LIMITED LIABILITY COMPANIES, but only to the extent such general and limited partnership interests AND INTERESTS IN LIMITED LIABILITY COMPANIES constitute certificated securities under subsection (1)(a) of this section. If a certificated security has been retained by, or surrendered to, the issuer or its transfer agent for reasons other than registration of transfer, other temporary purpose, payment, exchange or acquisition by the issuer, that security shall be treated as an uncertificated security for purposes of this title.

15-102.

(a) (2) “Person” includes an individual, corporation, business trust, estate, trust, partnership, LIMITED LIABILITY COMPANY, association, two or more persons having a joint or common interest, or any other legal or commercial entity.